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*Counsel for the Official Committee
of Unsecured Creditors of Innkeepers USA Trust, et al.*

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re)	
)	Chapter 11
Innkeepers USA Trust, et al.,)	
)	10-13800 (SCC)
)	
Debtors.)	Jointly Administered
)	

**FIRST INTERIM APPLICATION OF THE MEMBERS OF
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE REIMBURSEMENT OF EXPENSES FOR THE PERIOD
FROM JULY 28, 2010 THROUGH NOVEMBER 30, 2010**

The first interim application of the Members of the Official Committee of Unsecured Creditors (the "Committee") of Innkeepers USA Trust, et al. (the "Debtors") in accordance with the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members dated August 12, 2010 (the "Compensation Procedures Order") permitting members of the Committee ("Applicants") to submit statements for reimbursement of expenses, does respectfully represent and allege as follows:

1. Applicants, for their first interim allowance, seek reimbursement of out-of-pocket expenses aggregating \$521.14, which were actually and necessarily incurred as members of the

Committee, during the period from July 28, 2010 through November 30, 2010 (the "First Interim Period").¹

2. This Court has jurisdiction to consider this Application pursuant to 28 U.S.C. §§ 157 and 1334. Venue of this proceeding is proper in this district pursuant to 28 U.S.C. §§1408 and 1409. This is a core proceeding pursuant to 28 U.S. §157(b)(2)(A).

3. On July 19, 2010 (the "Petition Date"), the Debtors filed voluntary petitions for reorganization under Chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"). The Debtors' cases encompass seventy-two (72) hotel properties and ninety-two (92) debtor entities located throughout the country.

4. On July 28, 2010, the United States Trustee for the Southern District of New York appointed a five (5) member committee pursuant to Section 1102(a)(1) of the Bankruptcy Code.² On August 4, 2010, the Committee selected The Eric Ryan Corporation and JMC Global as its Co-Chairpersons. Thereafter, the Committee selected Morrison & Foerster LLP to serve as its counsel.

5. In accordance with the Compensation Procedures Order, the Debtors were authorized to, among other things, pay Applicants one-hundred percent (100%) of disbursements incurred on a monthly basis. A summary of the Applicants' aggregate disbursement requests on a monthly basis (the "Disbursement Request Summary") is attached as Exhibit "A." During the First Interim Period, Applicants have incurred and seek the reimbursement of out-of-pocket expenses in the amount of \$521.14.

¹ Applicants reserve the right to seek at a later date reimbursement of expenses incurred during the First Interim Period that may not be included herein.

² The Committee members include: (i) JMC Global; (ii) PDQ Consulting, Inc.; (iii) Triangle Renovations USA; (iv) American Hotel Register Company; and (v) The Eric Ryan Corporation.

6. The instant Application covers expenses incurred during the First Interim Period, during which time the Committee was active in all aspects of these cases. In order to diligently monitor all activities relevant to these cases, Applicants participated in multiple meetings of the Committee during the First Interim Period, including the in-person organizational meeting of the Committee on July 28, 2010 (the "Organizational Meeting"). Many Applicants are located at a considerable distance from the location of the Organizational Meeting, and accordingly, incurred costs to attend this meeting.

7. Applicants hereby request reimbursement of their actual out-of-pocket expenses incurred as members of the Committee, aggregating \$521.14. Further, the affidavits from Applicants, together with substantially all of the documentation supporting the amounts incurred, as set forth in the Disbursement Request Summary, are annexed hereto as Exhibit "B." Applicants submit that the expenses were incurred solely for the benefit of the Committee, were reasonable in amount and were necessary to the proper performance of the members' duties as representatives of the unsecured creditors.

WHEREFORE, Applicants respectfully request entry of an Order awarding reimbursement for Applicants' actual and necessary expenses in the aggregate amount of \$521.14, as detailed by the Disbursement Request Summary annexed hereto as Exhibit "A."

Dated: January 14, 2011
New York, New York

Respectfully submitted,

/s/ Lorenzo Marinuzzi

MORRISON & FOERSTER LLP

Brett H. Miller

Lorenzo Marinuzzi

Jordan A. Wishnew

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New York, NY 10104

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*Counsel for the Official Committee of Unsecured
Creditors of Innkeepers USA Trust, et al.*

EXHIBIT A

SUMMARY OF APPLICANTS' DISBURSEMENT REQUESTS

Committee Member	Representative	First Monthly Period (July 28, 2010 – Aug. 31, 2010)	Second Monthly Period (Sept. 1, 2010 – Sept. 30, 2010)	Third Monthly Period (Oct. 1, 2010 – Oct. 31, 2010)	Fourth Monthly Period (Nov. 1, 2010 – Nov. 30, 2010)	Total Reimbursement Sought
The Eric Ryan Corporation	Keith Venezie	\$521.14	\$0.00	\$0.00	\$0.00	\$521.14
	TOTALS:	\$521.14	\$0.00	\$0.00	\$0.00	\$521.14

EXHIBIT B

**UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In re

INNKEEPERS USA TRUST, *et al.*

Debtors.

Case No. 10-13800 (SCC)
(Chapter 11)

Jointly Administered

CERTIFICATION

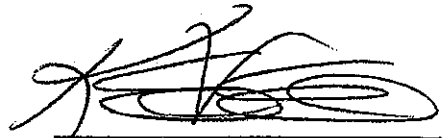
I, KEITH VENEZUE, do respectfully certify as follows:

1. I am KEITH VENEZUE of THE ERIC RYAN CORP., a member of the Official Committee of Unsecured Creditors (the "Committee") of Innkeepers USA Trust, *et al.*, the Debtors and Debtors-in-Possession herein. This certification is made in support of my request, as a member of the Committee, for the reimbursement of expenses in the amount of \$ 521.14 for the period from JUNE 28, 2010 through JUNE 28, 2010.

2. The expenses requested, as set forth in the attached report, were incurred solely for the benefit of the Committee. I understand these expenses to be consistent with the Guidelines of the United States Trustee, and to be reasonable in amount. These expenses were necessary to the proper performance of my duties as a representative of the Committee, including attendance at Committee meetings. This request does not seek reimbursement of the incremental expenditure for first class airfare, unless otherwise noted and explained in the attached report. In accordance with the location at which the Committee meetings are held, these expenses were necessary to the proper performance of my duties, and every effort has been made to keep expenses to a minimum.

Dated:

11-17-10



Representative

REPORTS OF EXPENSES FOR MEMBERS OF
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF
INNKEEPERS USA TRUST, ET AL.

**NAME OF INDIVIDUAL
REPRESENTATIVE** Keith VENEZE

**NAME OF MEMBER
INSTITUTION** The Eric Rini Corp

Expenses for Meeting(s)	<u>71281.10</u>	<u>1 1</u>	<u>Total(s)</u>
Air Transportation	292.90 164.70		
Taxi, Bus, Auto rental	38.69 10.25		
Food and Lodging	9.65		
Telephone			
Miscellaneous (Explanation on Reverse)	4.95 (Internet)		
Total(s) for each Date:	\$521.14		

Nina Burke

From: Keith Venezie
Sent: Saturday, July 24, 2010 6:36 AM
To: Nina Burke
Subject: FW: Your US Airways flight

Flight from NYC (court hearing) to Tallahassee (meeting with LBA properties) Dothan Alabama

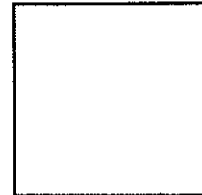
From: reservations@email-usairways.com [mailto:reservations@email-usairways.com]
Sent: Saturday, July 24, 2010 6:35 AM
To: Keith Venezie
Subject: Your US Airways flight

Confirmation code: AYGYPWH

Date issued: Saturday, July 24, 2010

☐

• [New baggage policy](#)



Scan at any US Airways kiosk to check in.

Passengers

Passenger name	Frequent flyer # (Airline)	Ticket number	Special needs
Keith C Venezie	87L53D8 (US)	03723967797071	

Trip details ☐ [Download to Outlook](#)

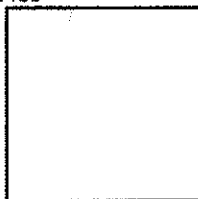
Depart: New York, NY (Laguardia) (LGA) ☐ Tallahassee, FL (TLH)

Date: Wednesday, July 28, 2010

Status: Active

Flight #/ Carrier	Depart	Arrive	Travel time	Meal	Aircraft	Cabin	Seats
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1489



06:59 PM
LGA

09:02 PM
CLT

2h 3m

None

A320

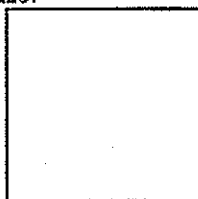
Coach

11F

Stop, Change plane in Charlotte, NC (CLT)



2257



10:30 PM
CLT

11:55 PM
TLH

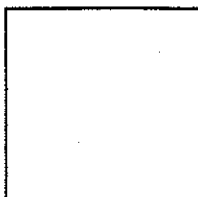
1h 25m

None

CRJ 700

Coach

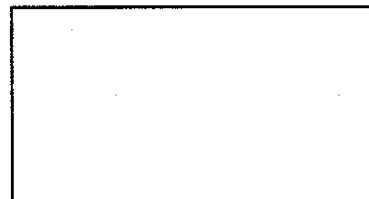
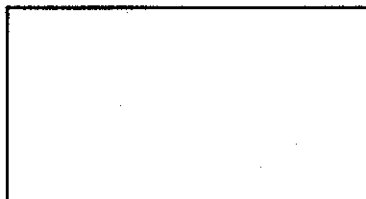
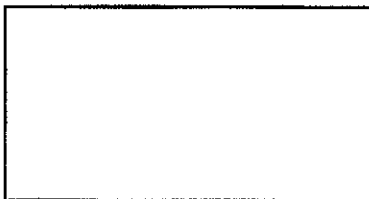
12D



US Airways



Flight operated by PSA Airlines
doing business as US Airways Express



Total travel cost (1 passengers)

1 Adult	\$253.95
Taxes + fees	\$38.95

Fare total **\$292.90** Non-refundable

Total **\$292.90**

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[Baggage policies](#)

[TSA regulations](#)

[Seated in an exit row? Read about checking in.](#)

☐ Charged to Keith Venezia
*****9835 MasterCard

Nina Burke

From: Keith Venezie
Sent: Friday, July 23, 2010 2:19 PM
To: Nina Burke
Subject: FW: Your US Airways flight

Flight to NYC for court hearing with bankruptcy courts

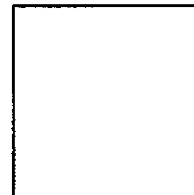
From: reservations@email-usairways.com [mailto:reservations@email-usairways.com]
Sent: Friday, July 23, 2010 2:16 PM
To: Keith Venezie
Subject: Your US Airways flight

Confirmation code: AL8N54

Date issued: Friday, July 23, 2010

☐

• [New baggage policy](#)



Scan at any US Airways kiosk to check in.

Passengers

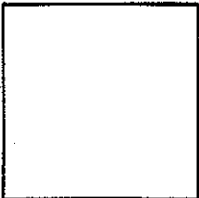
Passenger name	Frequent flyer # (Airline)	Ticket number	Special needs
Keith C Venezie	87L53D8 (US)	03723967111034	

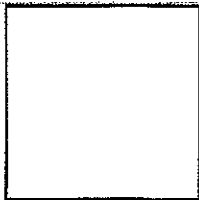
Trip details ☐ [Download to Outlook](#)

Depart: Pittsburgh, PA (PIT) ☐ New York, NY (Laguardia) (LGA)

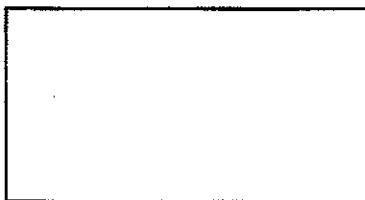
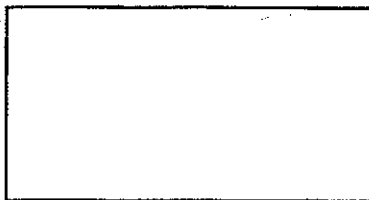
Date: Wednesday, July 28, 2010

Status: Active

Flight #/ Carrier	Depart	Arrive	Travel time	Meal	Aircraft	Cabin	Seats
3720 	09:08 AM PIT	10:29 AM LGA	1h 21m	None	CRJ	Coach	8D



Flight operated by Air Wisconsin doing business as US Airways Express



Total travel cost (1 passengers)

1 Adult \$143.26
Taxes + fees \$21.44

Fare total **\$164.70** Non-refundable

Total **\$164.70**

☐ Charged to Keith Venezia
*****9835 MasterCard

Helpful links

[Manage your reservation](#)

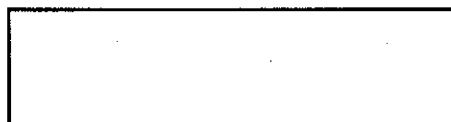
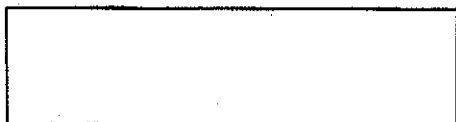
[Join Dividend Miles](#)

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[Baggage policies](#)

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Terms & conditions

- Ticket is non-transferable.

SIGNATURE

SIGNATURE

McDonald's Laguardia Airport
Thank you for eating at McDonald's

US AIR EAST END TERMINAL
FLUSHING, NY 11371

THANK YOU

I ♥ NEW YORK

HACK # 05298431
MED # 2K72
TRIP # 9571
DATE: 07/28/2010
START TIME 10:49
END TIME 11:23
RATE No. 1
STAND. CITY RATE
MILES R1 9.53
FARE1 \$ 26.90
ST. SUR 0.50
Mid-Tun 4.57
Tip/Other 6.72
GR.TOT. 38.69

Contact TLC Dial
3-1-1

MED# 8F42
07/28/10 TR 231
START END MILES
12:17 12:30 1.1
Regular Fare
RATE 1:\$ 7.70
SURCH: \$ 0.00
StSrcht: \$ 0.50
TIP : \$ 2.05
TOTAL: \$ 10.25

Card Type: MC
XXXXXXXXXXXX9835
AUTH:01690P

THANKS
TO CONTACT TLC
DIAL 3-1-1

MCDONALDS 12200 LA G TEL# (718)397-0898

85 KS#05 **S#1** Jul 28 '10 (Wed) 17:10
STORE# 12200 MER# KB36668810001

Order #585 EAT IN

2 ANGUS MSH&SWS SNK WP	3.98
1 MED FRENCH FRIES	2.09
1 MED STWBAN SMOOTHIE	2.79
SUB TOTAL	8.86
EAT IN TAX	0.79
	9.65

CARD ISSUER	ACCOUNT #
MSTR SALE	*****9835
TRANSACTION AMOUNT	9.65
AUTH CODE 01216P SEQ# 0343	
CASH TENDERED	0.00
CHANGE	0.00

Amy Yaromey

From: Keith Venezia
Sent: Thursday, July 29, 2010 7:53 AM
To: Amy Yaromey
Subject: FW: Your GOGO Purchase Receipt [15]

Plz print for me

From: Gogo Customer Care [mailto:customer@gogoinflight.com]
Sent: Thursday, July 29, 2010 6:07 AM
To: Keith Venezia
Subject: Your GOGO Purchase Receipt [15]



Thanks for your purchase. We hope to see you again the next time you're on a flight with Gogo, Inflight Internet.

Happy Travels,
Gogo

Billed To:

keith venezie
PO BOX 473
ELLWOOD CITY, PA, 16117

Username: exitquest
Airline: AWE
Session start time: 07:39 PM EDT

Order Summary:

Order Number	15
Receipt Date	07/28/2010
Payment	Master : xxxx 9835

Flight Pass	-\$ 4.95
Promotion	-\$ 0.00
Tax	\$ 0.00

Total	\$ 4.95
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Have any questions or concerns?

Please visit [Gogo customer care](#) to view our FAQs,
send us an email at customer@gogoinflight.com
or give us a call at 1-877-350-0038 when you're on the ground.